

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
Debtors) Case No. 08-13555 (JMP)
(Jointly Administered)
-----X

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Thoroughbred Fund L.P.

Name of Transferee

Goldman Sachs Lending Partners LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

Appaloosa Investment L.P. 1
51 JFK Parkway, Suite 250B
Short Hills, NJ 07078
Attn: Ken Maiman
Phone: 973-701-7000

With a copy to:
Andrews Kurth LLP
450 Lexington Avenue
New York, NY 10017
Attn: David Hoyt

Case No. 08-13555

Court Claim # (if known): 66655, amending Claim 14212 filed on 9/16/10

Amount of Claim as Filed: \$264,000,000.00

Amount of Claim as Transferred: \$986,000.00

Date Claim Filed: 5/20/2010

Debtor: Lehman Brother Holdings Inc.

Case No. 08-13888

Court Claim # (if known): 66653, amending Claim 14213 filed on 9/16/10

Amount of Claim as Filed: \$264,000,000.00

Amount of Claim as Transferred: \$986,000.00

Date Claim Filed: 5/20/2010

Debtor: Lehman Brother Special Financing Inc.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Thoroughbred Fund L.P. ("Purchaser") an undivided interest in \$986,000.00 of Seller's right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which is jointly administered under Lehman Brothers Holdings Inc. in Case No. 08-13555 (JMP) (the "Proceedings"), and the relevant portion of any and all proofs of claim, in each case as evidenced by Proof of Claim No. 66655 (which amended claim number 14212) (the "Claim"), filed with the Bankruptcy Court in respect of the Claim. The Claim was transferred to Seller as evidenced by Docket Number 10665 in the Proceedings.

Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed
this 3 day of ~~November~~, 2010.
December

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: _____
Name: _____
Title: _____
Nancy Y. Kwok
Authorized Signatory

THOROUGHbred FUND L.P. ✓

By: _____
Name: _____
Title: _____

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Thoroughbred Fund L.P. ("Purchaser") an undivided interest in \$986,000.00 of Seller's right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which is jointly administered under Lehman Brothers Holdings Inc. in Case No. 08-13555 (JMP) (the "Proceedings"), and the relevant portion of any and all proofs of claim, in each case as evidenced by Proof of Claim No. 66655 (which amended claim number 14212) (the "Claim"), filed with the Bankruptcy Court in respect of the Claim. The Claim was transferred to Seller as evidenced by Docket Number 10665 in the Proceedings.

Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed
this 3 day of ~~November~~, 2010.
December

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

THOROUGHbred FUND L.P.

By: I. M. M. M.
Name:
Title:

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Thoroughbred Fund L.P. ("Purchaser") an undivided interest in \$986,000.00 of Seller's right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Special Financing Inc. (the "Debtor"), the debtor in Case No. 08-13888 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which is jointly administered under Lehman Brothers Holdings Inc. in Case No. 08-13555 (JMP) (the "Proceedings"), and the relevant portion of any and all proofs of claim, in each case as evidenced by Proof of Claim No. 66653 (which amended claim number 14213) (the "Claim"), filed with the Bankruptcy Court in respect of the Claim. The Claim was transferred to Seller as evidenced by Docket Number 10664 in the Proceedings.

Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed
this 3 day of ~~November~~ December, 2010.

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: _____
Name: Nancy Y. Kwok
Title: Authorized Signatory

THOROUGHbred FUND L.P. ✓

By: _____
Name: _____
Title: _____

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Thoroughbred Fund L.P. ("Purchaser") an undivided interest in \$986,000.00 of Seller's right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Special Financing Inc. (the "Debtor"), the debtor in Case No. 08-13888 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which is jointly administered under Lehman Brothers Holdings Inc. in Case No. 08-13555 (JMP) (the "Proceedings"), and the relevant portion of any and all proofs of claim, in each case as evidenced by Proof of Claim No. 66653 (which amended claim number 14213) (the "Claim"), filed with the Bankruptcy Court in respect of the Claim. The Claim was transferred to Seller as evidenced by Docket Number 10664 in the Proceedings.

Seller hereby waives any objection to the transfer of the Claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law with respect to such transfer. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing Claim, recognizing Purchaser as the sole owner and holder of the Claim, and directing that all payments or distributions of money or property in respect of the Claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed
this 3 day of ~~November~~, 2010.
December

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

THOROUGHbred FUND L.P.

By: K. Williams
Name:
Title: